

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF MISSOURI**

IN RE:)	
)	
GEORGE L. YOUNG)	Case No. 01-50704-JWV
)	
Debtor.)	Chapter 7
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IN RE:)	
)	
PROFESSIONAL BUSINESS SERVICES, INC.)	Case No. 01-50707-JWV
)	
Debtor.)	Chapter 7
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IN RE:)	
)	
UNITED LIVESTOCK SERVICES, LLC)	Case No. 01-44229-JWV
)	
Debtor.)	Chapter 7

**ORDER ESTABLISHING PROCEDURES
FOR PRODUCTION AND REVIEW OF DOCUMENTS**

This matter is before this Court following a hearing on October 10, 2001 (the "Hearing") on the Motion To Establish Procedures for Production and Review of Documents dated September 17, 2001 (the "Documents Motion") of Robert A. Pummill (the Chapter 7 Trustee in the case of George L. Young), Erlene Krigel (the Chapter 7 Trustee in the case of Professional BUSINESS Systems, Inc.), and David C. Stover (the Chapter 7 Trustee in the case of United Livestock Services, LLC) requesting that this Court enter an order establishing procedures for the determination of ownership of livestock of the Debtors and certain third parties. Appearances were as noted on the record at the Hearing.

Having examined the Documents Motion, being fully advised of the relevant facts and circumstances surrounding the Documents Motion, **THIS COURT HEREBY FINDS THAT:**

A. On August 22, 2001, the Court entered orders for relief under 11 U.S.C. § 303 in connection with involuntary bankruptcy petitions filed against George L. Young ("Young") and Professional Business Services, Inc. ("PBS") on August 20, 2001. Trustees in the Young Case and the PBS Case were appointed on August 22, 2001.

B. On September 25, 2001, the Court entered an order for relief under 11 U.S.C. § 303 in connection with the involuntary bankruptcy petition filed against United Livestock Services, LLC ("ULS") on August 28, 2001. David C. Stover was appointed Trustee in the ULS Case on August 31, 2001. Young, PBS and ULS are referred to collectively in this Motion as the "Debtors."

C. No schedules have been filed by any of the Debtors. No meetings of creditors pursuant to 11 U.S.C. § 341 have been held in any of these cases. The business records of the Debtors are currently under the care, custody and control of the Federal Bureau of Investigation (the "F.B.I.").

D. With the consent and cooperation of the F.B.I., certain parties in interest have begun copying the Debtors' business records located at the offices of ULS and PBS (the "Debtors' Records"). Such copying has been performed by IKON Business Solutions, Inc. ("IKON") and under the supervision of Ernst & Young, PLLP ("E & Y"). Upon completion of the copying of the Debtors' Records, and pursuant to the provisions of this Order, all such records, together with all indexes and work papers relating to such records, will be delivered to the Trustees by IKON and E & Y. Additional records of the Debtors (the "Additional Records") are stored in other commercial storage facilities.

E. Prior to August 10, 2001, the Debtors were engaged in various aspects of the cattle business and owned and fed cattle (the "Livestock") primarily located in Nebraska, Iowa

and Missouri. The exact number of Livestock and the nature and extent of the various interests that any person or entity may have in the Livestock has not yet been determined.

F. The Livestock are subject to multiple and competing claims, including: (i) the trustees for their respective estates; (ii) certain investors who may assert an ownership interest in the Livestock; (iii) caretakers or feedlots in possession of the Livestock who assert statutory liens against the Livestock for the feeding and maintenance of the Livestock (the "Caretakers"); and (iv) lenders that have provided financing to the Debtors and that assert security interests in the Debtors' interest in all or a portion of the Livestock (the "Banks").

G. On September 10, 2001, the Court granted the emergency motion of the Young Trustee and the PBS Trustee authorizing the Young Trustee to begin the orderly liquidation of the Livestock (the "Sale Order").

H. The resolution of the competing claims of the Trustees, the Investors, the Caretakers, and the Banks to the Livestock will require the commencement of an adversary proceeding under Bankruptcy Rule 7001.

I. In order to facilitate the litigation relating to the Livestock, it is in the best interest of the Debtors' estates and all parties in interest to establish procedures for the production and review of the Debtors' Records in connection with all adversary proceedings and all contested matters arising in any of the pending cases.

J. The notice of the Motion and the Hearing is sufficient and appropriate under the circumstances.

THEREFORE, IT IS HEREBY ORDERED THAT:

1. IKON and E & Y shall deliver all copies of the Debtors' Records (the "Copies"), together with all databases, computer information and indexes relating to such records, to the Document Repository established by this Order on or before October 19, 2001. Following

delivery of all such records, indexes and work papers, IKON and E & Y may file a motion for the allowance of all fees, expenses and costs incurred in connection with the copying of the Debtors' Records and the indexing of the Debtors' Records (the "Copying Fees") in each of the above-captioned cases, on or before October 26, 2001. All reasonable Copying Fees, as approved by the Court after notice and hearing, shall be allowed as administrative expenses in each of the above captioned cases.

2. The Copies will be available for inspection at the offices of RSI, 1828 Walnut, Kansas City, MO 64108 (the "Document Repository"). The Copies will generally be available for inspection Monday through Friday (except legal holidays) from 9:00 a.m. until noon and from 1:00 p.m. until 5:00 p.m., commencing October 31, 2001, or on such earlier date as the Trustees are advised by RSI that the Copies are available for inspection.

3. Document inspection will be by appointment only. Parties who wish to inspect the Copies must contact RSI to schedule an appointment to review the Copies in the Document Repository. Employees of RSI will monitor and supervise the review of all documents contained in the Document Repository. The party reviewing such records shall be responsible for all costs of such monitoring supervision by RSI employees.

4. Upon review, parties may obtain copies of any of the records contained in the Documents Repository by marking the documents to be copied or advising RSI as to which documents are to be copied. Copies will be made by RSI at RSI's standard charge the rate of 20 cents per page for copying such records. The party requesting copies of documents shall be responsible for all copying costs. Unless other arrangements are made with RSI, the party requesting copies of documents shall pay for copying costs at the time the copies are delivered to the party. RSI shall not disclose to any party the documents that are reviewed or copied by any

other party. RSI may retain such records as may be reasonably necessary for quality control and billing purposes; however, such records reflecting the specific documents reviewed or copied shall be destroyed after payment is received for such copies.

5. Unless the number of copies to be made for a party is voluminous, copies of the documents requested by a party will be delivered to the party requesting the copies by no later than ten (10) days following the date of the copy request.

6. No one is authorized to remove documents from the Document Repository.

7. Each party that inspects documents shall use its best efforts to ensure that the inspected documents are returned to their original locations and in the same condition as the party found them.

8. Parties in interest may obtain electronic images of such records in a CD-Rom format at a cost to be established by the Trustees so as to enable the bankruptcy estates to recover the Copying Fees allowed by the Court and the costs of imaging the Copies. The cost for such CD-Roms shall not exceed \$90,000.00.

9. At the request of the Trustees, RSI shall prepare and make available to parties in interest a coded database of the Copies and all other documents contained in the Document Repository (the "Document Database") in a CD-Rom format and such other electronic format as may be appropriate at a cost to be established by the Trustees so as to enable the bankruptcy estates to recover the costs of developing the Document Database.

10. Any party in interest who desires to deposit its documents relevant to the pending cases in the Document Repository may provide such documents (the "Third Party Records") to RSI on or before December 31, 2001. All Third Party Records shall bear a Bates number based upon a sequence assigned by RSI. To the extent possible, the identifying information shall

include identification of the location, office and/or file where the documents were located while maintained by the depositing party.

11. In addition to its documents, any party desiring to deposit Third Party Records in the Document Repository shall provide RSI with an inventory identifying such documents by type or category, Bates numbers and such additional information requested by RSI to enable RSI to incorporate the Third Party Records into the Document Database established pursuant to this Order. The additional cost of including Third Party Records in the Document Database shall be determined by RSI.

12. Any and all Third Party Records deposited in the Document Repository may be inspected and copied by any party in interest pursuant to the procedures set forth in this Motion. Parties in interest may obtain electronic images of such records in a CD-Rom format at a cost to be established by RSI.

13. No party shall be prohibited from requesting any other party in interest to produce any documents in connection with any adversary proceeding or contested matter. Any party receiving any discovery request which calls for the production of any document deposited in the Document Repository shall be entitled to respond to such request by indicating that such documents have been so deposited, but shall produce all other requested non-privileged documents in a timely manner in accordance with applicable Bankruptcy Rules.

14. All revenues collected by the Trustees pursuant to this Order in excess of the actual costs to the estates ("Document Profits"), if any, shall be refunded upon appropriate court order to the parties that obtained copies of documents as determined by the Court. The Document Profits shall not be subject to the post-petition lien previously granted to U. S. Bank National Association and First National Bank of Omaha.

15. The Copies are hereby deemed to constitute self-authenticating copies of records of regularly conducted activity for purposes of Rules 803(6), 902(11) and 1003, Federal Rules of Evidence.

Dated: October 10, 2001.

/s/ Jerry W. Venters
Jerry W. Venters
United States Bankruptcy Judge

Mark Carder to Serve